

P00000057971

CORPORATE
ACCESS,
INC.

236 East 6th Avenue . Tallahassee, Florida 32303

P.O. Box 37066 (32315-7066) (850) 222-2666 or (800) 969-1666 . Fax (850) 222-1666

WALK IN

PICK UP 8/10/01

CERTIFIED COPY _____ CUS _____

PHOTO COPY _____ FILING Amendment

1.) Emida Partners, Inc.
(CORPORATE NAME & DOCUMENT #)

400004528424--3
-08/10/01--01020-014
*****43.75 *****43.75

2.) _____
(CORPORATE NAME & DOCUMENT #)

3.) _____
(CORPORATE NAME & DOCUMENT #)

4.) _____
(CORPORATE NAME & DOCUMENT #)

5.) _____
(CORPORATE NAME & DOCUMENT #)

SPECIAL INSTRUCTIONS Kristy authorized to
add secretary to title.

Amendment
LJS 8-17-2001

RECEIVED
DEPARTMENT OF STATISTICS
DIVISION OF CORPORATIONS
2001 AUG 10 AM 10:33
NOT RECORDED
TO ACKNOWLEDGE
SUFFICIENCY OF FILING

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
2001 AUG 17 PM 4:23



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

August 10, 2001

CORPORATE ACCESS, INC.

TALLAHASSEE, FL

SUBJECT: EMIDA PARTNERS, INC.
Ref. Number: P00000057971

Handwritten signature: Corneille
Handwritten date: 8/17/01

We have received your document for EMIDA PARTNERS, INC. and your check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The amendment must be adopted in one of the following manners:

(1) If an amendment was approved by the shareholders, one of the following statements must be contained in the document.

(a) A statement that the number of votes cast for the amendment by the shareholders was sufficient for approval, -or-

(b) If more than one voting group was entitled to vote on the amendment, a statement designating each voting group entitled to vote separately on the amendment and a statement that the number of votes cast for the amendment by the shareholders in each voting group was sufficient for approval by that voting group.

(2) If an amendment was adopted by the incorporators or board of directors without shareholder action.

(a) A statement that the amendment was adopted by either the incorporators or board of directors and that shareholder action was not required.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation/limited liability company"); and the registered agent's signature.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6957.

Doug Spittler
Document Specialist

Letter Number: 801A00046041

RECEIVED
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
2001 AUG 17 AM 9:38
SUFFICIENT TO FILE



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

August 17, 2001

CORPORATE ACCESS, INC.

TALLAHASSEE, FL

SUBJECT: EMIDA PARTNERS, INC.
Ref. Number: P00000057971

*Corrected
8/17/01
TH
Thanks!*

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If you have any questions concerning the filing of your document, please call (850) 245-6957.

Doug Spittler
Document Specialist

Letter Number: 801A00047111

RECEIVED
DIVISION OF CORPORATIONS
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2001 AUG 17 PM 3:55
NOT RETURNED
TO ACKNOWLEDGE
SUFFICIENCY OF FILING

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

2001 AUG 17 PM 4:23

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
EMIDA PARTNERS, INC.

1. The name of the Corporation is Emida Partners, Inc.
2. Article 7 of the Articles of Incorporation of Emida Partners, Inc., is hereby amended to read in its entirety as follows:

ARTICLE 7. CORPORATE CAPITALIZATION

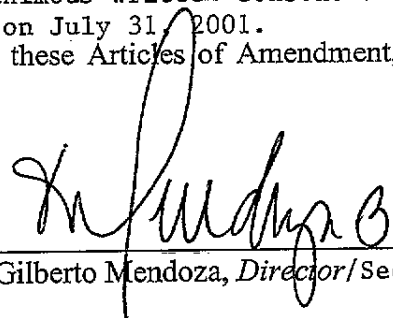
7.1 The maximum number of shares that this Corporation is authorized to have outstanding at any time is One Million (1,000,000) shares of common stock, each share having the par value of \$.01 per share.

3. Article 12 of the Articles of Incorporation of the Corporation is hereby amended to reflect that the street address of the registered office of this Corporation in the State of Florida and the Corporation's registered agent at that office shall be:

Marc H. Auerbach, Esq.
201 S. Biscayne Blvd.
20th Floor
Miami, Florida 33131

3. The foregoing amendment was approved and adopted by the Board of Directors and was approved by the shareholders by unanimous written consent and the number of votes cast were sufficient for approval on July 31, 2001.

IN WITNESS WHEREOF, I have executed these Articles of Amendment, as director, this 1 day of August, 2001.



Gilberto Mendoza, Director/Secretary


FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

**CERTIFICATE ACCEPTING DESIGNATION AS
AN AGENT UPON WHOM SERVICE OF PROCESS WITHIN
THIS STATE MAY BE SERVED**

2001 AUG 17 PM 4:23

The following is submitted pursuant to Sections 48.091 and 607.0501 of the Florida Statutes:

Having been appointed registered agent of Emida Partners, Inc., in its Articles of Amendment, at the place designated in such Articles of Amendment, the undersigned hereby agrees to act in this capacity and affirms that it is familiar with, and accepts, the obligations of such position.

By: 
Marc H. Auerbach, Esq.

Dated: July 31, 2001